

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION**

<b>ABSOLUTE WIRELESS OF TENNESSEE LLC,</b>	)	
	)	
	)	
<b>PLAINTIFF,</b>	)	
	)	
<b>v.</b>	)	<b>JURY DEMAND</b>
	)	<b>Case No.</b>
	)	
<b>T-MOBILE USA, INC. d/b/a T-MOBILE;</b>	)	
<b>and SPRINT SOLUTIONS, INC. n/d/b/a</b>	)	
<b>T-MOBILE,</b>	)	
	)	
<b>DEFENDANTS.</b>	)	

**NOTICE OF REMOVAL**

Defendants T-Mobile USA, Inc. (“T-Mobile”) and Sprint Solutions, Inc. (“Sprint”) remove this case, originally filed in the Circuit Court for Davidson County, Tennessee under case number 21C2273, to the United States District Court for the Middle District of Tennessee, Nashville Division. T-Mobile removes this case pursuant to 28 U.S.C. §§ 1332, 1441, and 1446, on the grounds described below.

**I. FACTS AND PROCEEDINGS**

1. On December 23, 2021, Plaintiff Absolute Wireless of Tennessee LLC (“Plaintiff”) filed a complaint (the “Complaint”) against T-Mobile and Sprint in the Circuit Court for Davidson County, Tennessee. The state court case is styled: *Absolute Wireless of Tennessee LLC v. T-Mobile USA, Inc. d/b/a T-Mobile, and Sprint Solutions, Inc. n/d/b/a T-Mobile*, Case No. 21C2273 (the “State Court Action”).

2. The Complaint seeks, *inter alia*, damages for breach of contract, fraud, negligent misrepresentation, and violations of state consumer protection and franchise investment protection acts, allegedly arising from Plaintiff’s distributor relationship with T-Mobile.

## II. NOTICE IS TIMELY FILED

3. This Notice of Removal is timely filed within thirty days of the case becoming removable. *See* 28 U.S.C. § 1446(b)(1). T-Mobile and Sprint were each served with a copy of the Complaint via certified mail through their registered agents for service of process on December 29, 2021, which is fewer than thirty days from the filing of this Notice.

4. No responsive pleadings have been filed by either T-Mobile or Sprint in the State Court Action.

## III. REMOVAL PROCEDURES

5. Removal of this case is proper under 28 U.S.C. § 1441(a), which provides that “any civil action brought in a State court of which the district courts of the United States have original jurisdiction, may be removed by the defendant or the defendants, to the district court of the United States for the district and division embracing the place where such action is pending.”

6. The United States District Court for the Middle District of Tennessee, Nashville Division, is the federal judicial district and division embracing the Circuit Court of Davidson County, Tennessee, where Plaintiff filed the State Court Action. 28 U.S.C. § 123(b)(1).

7. In compliance with 28 U.S.C. § 1446(a), true and correct copies of all process, pleadings, and orders served on T-Mobile are attached as **Exhibit A**. True and correct copies of all process, pleadings, and orders served on Sprint are attached as **Exhibit B**.

8. Promptly after filing this Notice of Removal, T-Mobile and Sprint will give written notice to Plaintiff, who is the only adverse party, and will file a copy of this Notice with the Clerk of the Davidson County Circuit Court pursuant to 28 U.S.C. § 1446(d). A true and correct copy of the Notice of Filing a Notice of Removal is attached as **Exhibit C**.

9. T-Mobile and Sprint both join in the removal of this action. *See* 28 U.S.C. § 1446(b)(2)(A).

#### IV. DIVERSITY JURISDICTION

10. This Court has original jurisdiction over this action under 28 U.S.C. § 1332(a)(1), which provides: “The district courts shall have original jurisdiction of all civil actions where the matter in controversy exceeds the sum or value of \$75,000, exclusive of interest and costs, and is between—(1) citizens of different States....”

11. This case satisfies the complete diversity requirement. For purposes of establishing diversity jurisdiction, “a limited liability company has the citizenship of each of its members.” *Delay v. Rosenthal Collins Group, LLC*, 585 F.3d 1003, 1005 (6th Cir. 2009). Under 28 U.S.C. § 1332(c)(1), “a corporation shall be deemed to be a citizen of every State... by which it has been incorporated and of the State... where it has its principal place of business....” A corporation’s principal place of business is “where a corporation’s officers direct, control, and coordinate the corporation’s activities,” which is generally “the place where the corporation maintains its headquarters.” *Herz Corp. v. Friend*, 559 U.S. 77, 93 (2010).

12. Plaintiff is a Tennessee limited liability company with a principal place of business in Tennessee. Complaint ¶ 16. On information and belief, plaintiff has two members—Grant Burrow and Robert Hartline—both of whom reside in Tennessee and are citizens of Tennessee.

13. Defendant T-Mobile is a Delaware corporation with a principal place of business in Washington. Complaint ¶ 17.

14. Defendant Sprint is a Delaware corporation with its principal place of business in Washington. *Compare* Business Entity Detail for Sprint Solutions, Inc., TENN. SEC’Y OF STATE, <https://tnbear.tn.gov/Ecommerce/FilingDetail.aspx?CN=13419013212803818400403212025009>

3076211083168164 (last visited Jan. 26, 2022) (Sprint Solutions, Inc. formed in Delaware with a principal place of business in Washington), *with* Complaint ¶ 18 (incorrectly alleging that Sprint is a Missouri corporation with its principal place of business in Kansas).

15. Because neither T-Mobile nor Sprint are citizens of the same state as Plaintiff, the parties are completely diverse.

16. The \$75,000 amount-in-controversy requirement is also satisfied here. In its Complaint, Plaintiff requests monetary damages in the sum of \$30 million. *See* Complaint at 43, Prayer for Relief.

#### **V. NO WAIVER**

17. By filing this Notice of Removal, Defendants do not waive, either expressly or impliedly, their respective rights to assert any defense they could have asserted in Davidson County Circuit Court. Defendants reserve the right to amend or supplement this Notice of Removal.

#### **VI. CONCLUSION**

WHEREFORE, T-Mobile and Sprint give notice that the State Court Action now pending in the Circuit Court for Davidson County, Tennessee is removed to the United States District Court for the Middle District of Tennessee, Nashville Division.

DATED this 27th day of January, 2022.

Respectfully submitted,

/s/ Caldwell G. Collins

Caldwell G. Collins (BPR No. 28452)

Sye T. Hickey (BPR No. 32953)

BAKER, DONELSON, BEARMAN

CALDWELL & BERKOWITZ, P.C.

1600 West End Avenue, Suite 2000

Nashville, Tennessee 37203

(615) 726-5762 (telephone)

(615) 744-5762 (facsimile)

[cacollins@bakerdonelson.com](mailto:cacollins@bakerdonelson.com)

[shickey@bakerdonelson.com](mailto:shickey@bakerdonelson.com)

*Attorneys for T-Mobile USA, Inc. and  
Sprint Solutions, Inc.*

### **CERTIFICATE OF SERVICE**

I hereby certify under Rule 5 of the Federal Rules of Civil Procedure that a copy of the foregoing Notice of Removal was served upon the following as indicated:

Joseph S. Dowdy

Kilpatrick Townsend & Stockton LLP

4208 Six Forks Road, Suite 1400

Raleigh, NC 27609

☐ Messenger

☒ U.S. Mail, postage prepaid

☐ Federal Express

☐ Facsimile

☒ Email: [jdowdy@kilpatricktownsend.com](mailto:jdowdy@kilpatricktownsend.com)

*Counsel for Plaintiff*

Richard Keshian

Dustin Greene

Kilpatrick Townsend & Stockton LLP

1001 West Fourth Street

Winston-Salem, NC 27101

☐ Messenger

☒ U.S. Mail, postage prepaid

☐ Federal Express

☐ Facsimile

☒ Email: [rkeshian@kilpatricktownsend.com](mailto:rkeshian@kilpatricktownsend.com)

[dgreene@kilpatricktownsend.com](mailto:dgreene@kilpatricktownsend.com)

*Counsel for Plaintiff*

This 27th day of January, 2022.

/s/ Caldwell G. Collins

Caldwell G. Collins (BPR No. 28452)